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and Silver Point Capital Offshore Fund, Ltd.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**MOTORS LIQUIDATION COMPANY, et al.,
f/k/a General Motors Corp., et al.,**

Debtors.

)
)
) Chapter 11

)
) Case No. 09-50026 (REG)

)
) Jointly Administered
)

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Pryor Cashman LLP appears as counsel to SPCP Group, L.L.C. ("SPCP"), as Agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd. in connection with the above-captioned cases and, pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. §§ 102(1), 342 and 1109(b), hereby requests that all notices given or required to be given in these cases, and copies of all papers or pleadings served or required to be served in these cases, be given to and served upon the following:

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PLEASE TAKE FURTHER NOTICE that pursuant to 11 U.S.C. § 1109(b), the foregoing request includes not only the notices and papers referred to in the above mentioned Bankruptcy Rules, but also includes, without limitation, any plan of reorganization and objections thereto, notices of any orders, pleadings, motions, applications, complaints, demands, hearings, requests or petitions, disclosure statements, answering or reply papers, memoranda and briefs in support of any of the foregoing, and any other document brought before this Court with respect to these cases and any proceedings therein, whether transmitted or conveyed by mail, delivery, telephone, facsimile, telegraph, telex or otherwise.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any subsequent appearance, pleading, claim, or suit is intended to waive (i) SPCP's rights to have final orders in non-core matters entered only after *de novo* review by the District Court, (ii) SPCP's rights to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto, (iii) SPCP's rights to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal, or (iv) any other rights, claims, actions, defenses, and rights of setoff or recoupment to which SPCP is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, and rights of setoff and recoupment SPCP expressly reserves.

Dated: New York, New York
February 11, 2011

PRYOR CASHMAN LLP

By: /s/ Patrick Sibley
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